

Valuation Enhancement Plan of ADAMA Ltd.

The Company and all members of the Company's Board of Directors confirm that all information disclosed herein is true, accurate and complete, with no false or misleading statement or material omission.

In order to enhance the Company's investment value, improve investor returns, and safeguard the legitimate rights and interests of investors, ADAMA Ltd. (hereinafter referred to as the "Company") actively responds to regulatory requirements, and formulated the Valuation Enhancement Plan based on the Company's situation.

I. Context and Consideration Procedures

From January 1st to December 31st, 2024, the closing price of the Company's shares on each trading day had been lower than the audited net asset per share for the most recent fiscal year on that day as what had been disclosed by 31st December 2024, as detailed,

From 1st January 2024 to 26th March 2024, the closing price of ADAMA A was between RMB5.3 per share and RMB7.01 per share, which was lower than RMB9.93 per share, the Company's audited net asset per share for the year of 2022. From 27th March 2024 to 31st December 2024, the closing price of ADAMA A was between RMB4.16 per share and RMB8.7 per share, which was lower than RMB9.41 per share, the Company's audited net asset per share for the year of 2023. It triggers the situation that a valuation enhancement plan should be developed as required by the Guidelines

for Listed Companies No. 10 - Market Value Management.

2. On 12th March, 2025, the 10th meeting of the Tenth Session of the Board of Directors of the Company considered and approved the “*Proposal on Formulating the Valuation Enhancement Plan*”. Of the six board members of the Company, there were 6 votes in favor, 0 vote against and 0 abstention.

II. Contents of the Valuation Enhancement Plan

(I) Overview of the Plan

In order to strengthen the market value management, enhance the Company's investment value, increase returns of investors and safeguard their interests, the Valuation Enhancement Plan (hereinafter referred to as the “Plan”) was formulated in accordance with *the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Guidelines for Listed Companies No. 10 - Market Value Management, the Rules Governing Listing of Stocks on Shenzhen Stock Exchange*, other laws and regulations, regulatory documents and the *Articles of Association*.

(II) Objectives

The Plan aims at enhancing the quality of the Company and improving its operational efficiency and profitability first and foremost through a series of specific and feasible measures, and on this basis, improving investor relations management, enhancing the quality and transparency of information disclosure, and promoting the Company's market value through share repurchase and cash dividend payment based on actual situation, to strengthen the confidence of investors and add up their returns.

(III) Organizational Structure and Personnel

The implementation of the Plan shall be supervised under the leadership of the

Board of Directors, led by the management executives, coordinated and monitored by the Board Secretary and the Global Head of Investor Relations in the ordinary course. The Department of Securities and Legal Affairs, as the execution body, is responsible for carrying out the routine work related to the capital market, monitoring stock price, urging relevant departments to implement the tasks in the Plan, regularly tracking the progress, organizing evaluation of the Plan, and proposing specific improvement measures for the management and the Board of Directors to consider and approve when necessary.

(IV) Specific measures

1. Accelerate the implementation of the “Fight Forward” transformation plan to improve operational efficiency and profitability

In early 2024, ADAMA launched “Fight Forward”, a strategic transformation plan aimed at gradually delivering improved profit and cash targets over a three-year period (2024-2026). This plan has three main pillars:

(1) Optimize financial management: With a focus on improving the company’s financial fitness in both the short and long term through cost reduction, as well as commercial and manufacturing excellence;

(2) Streamline ADAMA’s operating model: Focus on key geographies with improved resource allocation to the most profitable regions and centralize global functions to leverage expertise in order to enable the Company’s commercial unit resources to primarily focus on customer needs to maximize ROI for all stakeholders;

(3) Focus on the Value Innovation segment, where value is provided by using off-patent Active Ingredients (“AIs”) enhanced by innovations in proprietary formulations and strengthened pipelines, to address farmers’ needs, improve their efficiency and help

farmers improve their return on investment.

After one year of implementation throughout the Company, the transformation plan has shown early impacts, including significant improvement of operating and free cash flow for the full year of 2024, high gross profits and margin despite lower sales, as well as higher EBITDA margin. In 2025, the Company will acceleration delivery of the transformation plan, including,

(1) Continue to improve business quality: to improve the sales mix toward high-margin products and phase out certain products of low profitability;

(2) Further reduce costs and expenses: to further improve costs through utilizing the current situation of low AI market prices and excellent procurement management, logistics etc. and continue to exercise strict OPEX control, including measures to improve efficiency;

(3) Empower commercial engine by excelling in key account management, improved pricing mechanism and new product launches;

(4) Enhance operations by accelerating transformation through asset layout optimization, process improvements, sustainable practices, and global logistics optimization.

2. In conjunction with the Company's strategic focus on winning “Value Innovation” customer segment, evaluate and categorize regional markets, businesses, products and facilities, and on this basis gradually phase out some low-margin products, shift resources to prioritize higher potential markets and make necessary asset adjustments as needed to improve asset quality and resource allocation. When the Company restores its financial health, it will explore the opportunity of external growth to complement organic growth, thereby strengthening the core competitiveness of its

crop protection business and enhancing the quality and value of the Company.

3. The Company should give full consideration to the return to investors. When the conditions for dividend distribution are fulfilled, the Company will return shareholders with sustainable and reasonable cash dividend distribution, and based on the Company's profit size, cash flow and capital demand in a specific period, make mid-year dividend distribution as appropriate. If the total cash dividends paid by the Company for a year is less than 30% of the net profit for that year when the undistributed profit at the end of the year in the Company's consolidated balance sheet and the parent company's balance sheet are positive and the net income for that reporting period is positive, the Company should fulfil its information disclosure obligations in accordance with the regulatory requirements for listed companies.

4. The Company will closely track its share price. In the event that its market value continues staggering and obviously deviates from its financial performance and sector valuation, the Company may, based on its business and investment needs and the environment of the capital market, and subject to the approval of the Company's relevant authorized bodies, carry out share repurchase according to the law to enhance investor confidence. In principle, the Company will use its own or self-raised funds to implement the repurchase, and the repurchased shares is expected to be cancelled in accordance with the law to reduce the registered capital accordingly.

5. The Company should continuously improve information disclosure, including:

(1) Further improve the information disclosure system oriented to the needs of investors: improving the Company's information disclosure management system in a timely manner in accordance with updated policy requirements of CSRC and the SZSE to ensure continued compliance with the latest laws and regulations and the rules of the

Exchange;

(2) Maintain the mechanism for the regular exchanges of the information disclosure department to guarantee timely and fair disclosure of information or matters that may have a material impact on its share price or investor decisions, and to enhance the transparency of the Company. Finance, legal and information disclosure departments should regularly exchange information on the topics of material matters that may activate interim information disclosure obligations, to ensure that the consideration procedures do not affect the progress of business operations, and that the relevant announcements are disclosed in a timely manner. Time schedule for preparation of periodic reports should be prepared to ensure that information can be released to the public on time and accurately;

(3) Continuously optimize the contents of disclosed information to ensure that the information disclosed is true, accurate and complete, and to improve the readability of announcements by using concise and easy-understanding language, charts and other forms to help investors better learn about the Company;

(4) Make necessary voluntary disclosures: In addition to mandatory information disclosure, the Company may voluntarily disclose information relevant to investors' judgements and investment decisions, including appendix to periodic reports (Management's Discussion and Analysis), to help investors understand the company's strategic planning, analysis of the market environment, and other information that can help investors comprehend the Company's value;

(5) Enhance the disclosure of social responsibility and ESG information: prepare and proactively disclose information on the Company's environmental protection, social responsibility and corporate governance in accordance with applicable domestic

and international ESG guidelines, and demonstrate the Company's efforts and achievements in sustainable development. The Company may actively participate in ESG rating as appropriate;

(6) Conduct trainings on information disclosure: conducting trainings on information disclosure regulations for directors, supervisors and senior management, information disclosure staff, as well as personnel from relevant departments and subsidiaries that may be involved in information disclosure matters, to ensure that the undertakers of disclosure obligations are aware of the regulatory requirements and to safeguard the Company's compliance with such requirements.

6. The Company should formulate annual investor communication plan and actively carry out investor relationship management through multiple channels, platforms and methods, including but not limited to:

(1) holding online roadshows regularly with senior leadership (e.g. the President and CEO, the CFO and Secretary of the Board of Directors), to share with investors the Company's operating progress and the implementation effectiveness of the Fight Forward Plan in a timely manner;

(2) Frequently communicating information about the Company, addressing investor concerns and questions through roadshows, investor briefings and analyst meetings;

(3) Updating information regarding the Company's operations in a timely manner through the official website, social media and other channels in the form of videos, graphics and other readable forms; maintaining the investor relations section of the Company's website;

(4) Regularly collecting and analyzing market opinions on the Company's

investment value and expectations on the Company's operation, and providing feedback to the Board of Directors and management team;

(5) Strengthening the monitoring and analysis of public news, paying close attention to media reports and market rumors, and reporting to the Board of Directors in a timely manner if it is found that any of those mentioned above may have a significant impact on the decision-making of investors or the trading price of the shares.

(VI) Evaluation

The Company will conduct a detailed assessment of the implementation of the Valuation Enhancement Plan at least once a year to check the plan's effectiveness against the expected targets. If there is any failure of achieving the expected results, the reasons will be analyzed and adjustments will be made in a timely manner, which will be announced to the public after consideration and approval by the Board of Directors. In an accounting year where the Company triggers the situation that the closing price of its shares on each trading day is below its equity per share for 12 months, and if the daily average price-to-book ratio is lower than the industry average, the Company will provide a special explanation on the implementation of the Valuation Enhancement Plan during the future annual online roadshows.

III. Opinions of the Board of Directors

On 12th March, 2025, the 10th meeting of the Tenth Session of the Board of Directors of the Company considered and approved the Valuation Enhancement Plan. The Board of Directors is of the opinion that,

The Company is focusing on implementation of the three-year "Fight Forward" transformation plan, which is aimed at enhancing its business quality so as to

sustainably increase the Company's investment value and shareholders' return. Based on the same purpose to improve the quality of the Company, this Plan has proposed reasonable and feasible market value management measures, including improving investor relationship management, enhancing the quality and transparency of information disclosure and, if necessary, actively taking measures such as share repurchase and dividend distribution, to boost investor confidence, which is conducive to the enhancement of the investment value and the increase of investor returns.

IV. Risk Reminder

This plan does not represent the Company's commitment to its share price, market value and future performance, etc. The implementation results of this Plan may face uncertainty due to influence of the macroeconomic environment, sector trends, changes in the capital market and the Company's operating conditions as well as other factors. Investors are kindly reminded of the investment risks.

It is hereby announced.

Board of Directors of ADAMA Ltd.

March 14th, 2025